

REQUEST FOR PROPOSALS
MONTGOMERY COUNTY HOSPITAL DISTRICT
LEGAL SERVICES – GENERAL COUNSEL
RFP NO. FY2026-001-01



MONTGOMERY COUNTY HOSPITAL DISTRICT
1300 S LOOP 336 W
CONROE, TEXAS 77304

PROPOSALS DUE BY 12:00 PM ON MARCH 18, 2026

**MONTGOMERY COUNTY HOSPITAL DISTRICT
REQUEST FOR PROPOSAL (RFP)**

**LEGAL SERVICES – GENERAL COUNSEL
RFP NO. FY2026-001-001**

SECTION 1.0 BACKGROUND

The Montgomery County Hospital District (“District”) is a political subdivision of the State of Texas. The District was established through special legislation in 1977 to provide healthcare for needy residents of the county. In addition to our legislative charge to provide indigent care through its Health Care Assistance Program (HCAP), the District operates the county's 911-ambulance service, manages the county’s Public Health District and offers a variety of community and professional education programs.

The Montgomery County Hospital District Board of Directors is made up of seven elected members, three at-large and the remaining four elected from different commissioner's precincts of which they are a resident. Each member serves a four-year term. The Board of Directors is responsible for determining policy, setting strategic objectives, adopting the annual budget, and appointing the Chief Executive Officer. The Montgomery County Hospital District website <https://www.mchd-tx.org/> contains important information about the District, its history, departments and services. It is recommended that applicants familiarize themselves with this information.

Proposers are cautioned to read all information within this RFP carefully and submit a complete response to all requirements and questions as directed.

SECTION 2.0 PURPOSE

The Montgomery County Hospital District seeks proposals from law firms or an individual attorney to represent the District as its legal counsel on a contractual basis. The firm selected shall serve as chief legal advisor to the Board of Directors and District staff. Law firms or individual lawyers licensed by the State Bar of Texas are invited to submit qualifications and proposals for the provision of these services. In order to be considered, proposals must address each of the requests for information included in this document. The intent of the RFP is to choose a firm or individual who can, at a minimum, function as Chief General Counsel to the District and the Board of Directors. If legal subspecialties are required from time to time and the Chief General Counsel is not an expert in this particular area of law, the District will, in corroboration with Chief General Counsel, select an attorney with specific expertise and experience to give proper counsel to the District for that particular matter (ie. Human Resources, Real Estate, Healthcare, Local Government or Government, Regulations, Procurement, etc.).

Information regarding rates and fees must be submitted on the sheet included on Page 10 in the Request for Proposal (RFP). The successful applicant shall possess sufficient resources to ensure that the demands of the District’s legal needs will be met on a timely basis.

The period of performance shall be for a period of three-years, with the option to extend additional two-year renewal periods for these services commencing on the date designated in the Contract between the District and the firm/individual, and approved by the Board of Directors. However, the District reserves the right to terminate the contract services agreement upon thirty (30) days written notice. In order to ensure a fair review and selection process, firms submitting proposals are specifically requested not to make contact with other District staff or Board of Directors regarding this proposal. Any questions regarding this RFP should be addressed to the Procurement Department RFP Submission at Procurement_RFPSubmission@mchd-tx.org

no later than ten (10) days prior to the submission deadline. Responses to questions will be posted on the District's website <https://www.mchd-tx.org/current-proposal-bid-opportunities>

Important Dates

Request for Proposal Release Date:February 13, 2026

Last Day for Question Submission:March 08, 2026

Submission Deadline:March 18, 2026 at 12:00 PM Central Time

Interview Dates: March 24, 2026 if needed

Select Firm & Award Contract:March 24, 2026

SECTION 3.0 SUBMITTAL REQUIREMENTS

Proposers shall provide three (3) hard copies of their submittals in a package clearly marked as:

“Legal Services – General Counsel RFP #FY2026-001-01”

In order to be considered, proposals must be received no later than,
12:00 PM, Central Time, March 18, 2026 and deliver to:

**Montgomery County Hospital District
Attention: Heddi Bonham, Procurement Manager
1400 South Loop 336 West
Conroe, TX 77304**

Sealed proposals will be accepted until 12:00 PM Central Time (CDT) on March 18, 2026.

Fax and emailed proposals **WILL NOT** be accepted.

The District shall not be responsible for any expenses incurred by any firm in preparation, submittal, or presentation of any proposal specific to this Request for Proposal (RFP).

3.01 Late Submission

The District will not receive/accept any late proposal submission after the due date and time.

3.02 Rejection of Request of Proposal

The District reserves the right to accept or reject any and all RFP's or any part thereof, to waive all technicalities, and to accept the offer or offers that are determined to provide the best benefit to the District. A failure to provide any requested information may result in rejection of an RFP, in whole or in part, at the District's discretion. However, the District reserves the right to request additional or clarifying information from a Proposer after an RFP has been submitted. Such information may be used to further evaluate the Proposer's RFP.

The District may, by written notice to the Proposer, reject any RFP if the District determines that gratuities,

in the form of entertainment, gifts, or otherwise, were offered or given by Proposer, or any agent, or representative of the Proposer, to any employee, agent or elected official with a view toward securing a contract or securing favorable treatment with respect to the award or amendment of this solicitation.

The Montgomery County Hospital District reserves the right to reject any and all proposals and to select the legal firm deemed, in the sole judgment of the Board of Directors, to have submitted the proposal that serves the best interests of the citizens of the District.

3.03 Solicitation Costs

This solicitation does not oblige or commit the District to pay any costs incurred in the preparation and submission of the RFP or to contract for the services specified. Further, the District is not obligated to pay any costs incurred by any Proposer as a direct result of errors or omissions committed by the District's employees or agents in the preparation of this solicitation and the processing of the Proposer's RFP. It is incumbent upon each Proposer submitting a proposal to verify the accuracy of the information herein contained based upon each Proposer's research and information, and to immediately advise the District of any discrepancies.

3.04 Clarification

If any Proposer is in doubt as to the meaning of any part of this solicitation, a written request for clarification should be submitted to the Procurement Department email at Procurement_RFPSubmission@mchd-tx.org no later than ten (10) consecutive days prior to the official time for submission. An interpretation of the request shall be made only by written response, duly issued, with a copy posted for review on the Montgomery County Hospital District website.

3.05 Separate Contract

The District will require the selected Proposer to sign a separate, formal contract that fully incorporates all the provisions of this solicitation. The District reserves the right to modify the terms and conditions of any proposed contract during negotiations with the Proposer.

3.06 Term of Agreement

It is anticipated that the District, through an order of the Board of Directors, will enter into a three-year agreement with the firm or firms for legal services. Said agreement will have the option to extend additional two-year renewal periods upon expressed written consent of both parties; Provided, however, that at all times the law firm will serve at the pleasure of the Board of Directors.

3.07 Requests for Non-Disclosure of Information

Except for those documents or portions of documents required to be disclosed by law, all documents submitted as part of the Proposer's proposal will be deemed confidential during the evaluation process. Following award of contract, all proposals will become public documents and will be available for public viewing unless the Proposer has previously requested in writing the nondisclosure of trade secrets and other proprietary data and has clearly identified those portions of its request for proposals, which the Proposer considers to be trade secrets and/or proprietary data. The Proposer may not identify its entire RFP as consisting of trade secrets and/or proprietary data and any statement of qualifications so marked shall be considered nonresponsive. The District makes no representations with regard to whether the identified portions of a RFP are subject to public viewing pursuant to the Texas Public Information Act (Chapter 552 of

the Texas Government Code) or any other applicable law or statutes.

3.08 Negotiations

Negotiations may be conducted with the Proposer whose proposals, in the sole determination of the District, offer the best legal services to the District or the District may award the contract based on such Proposer's original RFP. If the District is unable to agree upon a contract with the highest ranked Proposer, the District will terminate negotiations with such offer and commence negotiations with the next highest ranked Proposer(s) until a contract is agreed upon, subject to the District's right to reject all RFPs.

3.09 Independent Contractor

Proposer agrees and understands that, if selected, it and all persons designated by it to provide services in connection with a contract, are and shall be deemed to be independent contractors, responsible for their respective acts or omissions, and that the District shall in no way be responsible for Proposer's actions.

3.10 Assignment

Proposer may not transfer or assign their proposal or any contract between a Proposer and the District, which is awarded under this solicitation.

3.11 Tax Exemption

Unless otherwise noted, the District is exempt from all taxes, and shall not pay or reimburse the Proposer with respect to any local, state, and federal taxes.

3.12 State of Texas Conflict of Interest Questionnaire Form

Chapter 176 of the Texas Local Government Code requires that persons, or their agents, who seek to contract for the sale or purchase of property, goods, or services with the District shall file a completed Conflict of Interest Questionnaire (CIQ) if those persons meet the requirements under this statute. The CIQ form is available on the Texas Ethics Commission website: <https://www.ethics.state.tx.us/forms/conflict/>

3.13 State of Texas Certificate of Interested Parties 1295 Form

Pursuant to Section 2252 of the Texas Local Government Code, as of January 1, 2016, most business entities entering into a contract with a local government that requires approval of the governing body must submit a Disclosure of Interested Parties (Form 1295) to the local government prior to execution of the contract. The Texas Ethics Commission (TEC) has created a website application for business entities to submit the required information and requires that the form be filed electronically. Prior to a contract being submitted to Board of Directors for approval, the successful firm must complete Form 1295 on the TEC website, with a hard copy submitted to the District. This form is not required unless there is a contract between the firm and the District and should NOT be included in the RFP.

Form 1295 is available at the TEC's website: <https://www.ethics.state.tx.us/filinginfo/1295/>

3.14 Bribery and Gifts to Public Servants

By submitting this proposal and executing the same, the Proposer and the person(s) executing below on Proposer's behalf hereby affirm that they are aware of the provisions of Texas Penal Code Sec. 36.02, 36.08, 36.09 and 36.10 (a copy of which appears on the attached), pertaining to Bribery and Gifts to Public Servants.

3.15 Boycott of Israel

As required by Chapter 2271, Texas Government Code, as amended, the Proposer hereby verifies that the company, including any wholly owned subsidiary, majority-owned subsidiary, parent company or affiliate of the same, does not boycott Israel and will not boycott Israel through the term of this Agreement. As used in the foregoing verification, the term "boycott Israel" has the meaning assigned to such term in Section 808.001, Texas Government Code, as amended.

3.16 Boycott of Energy Companies

As required by 2274.002, Texas Government Code (as added by Senate Bill 13, 87th Texas Legislature, Regular Session), as amended, the Proposer must verify that your company, including any wholly owned subsidiary, majority-owned subsidiary, parent company or affiliate of the same, does not boycott energy companies, and will not boycott energy companies during the term of this Agreement. As used in the foregoing verification, "boycott energy companies" shall have the meaning assigned to the term "boycott energy company" in Section 809.001, Texas Government Code, as amended.

3.17 Business with Terrorist Organizations

Pursuant to Subchapter F, Chapter 2252, Texas Government Code, Proposer hereby certifies that it is not a company identified under Texas Government Code, Section 2252.152 as a company engaged in business with Iran, Sudan, or Foreign Terrorist Organization. Contractor acknowledges this Agreement may be terminated and payment withheld if this certification is inaccurate. Further Company by signing this Agreement Company verifies that as of the date of this agreement it is not a company identified on a list prepared and maintained by the Texas Comptroller of Public Accounts under Section 2252.153 or Section 2270.0201 of the Texas Government Code.

3.16 Representation of Proposer

By submitting a RFP, Proposer represents that:

- (i) The Proposer has read and understands this solicitation.
- (ii) The Proposer's RFP is made in accordance with this solicitation.
- (iii) The Proposer's RFP is based upon the information set forth in this solicitation.

SECTION 4.0 GENERAL SCOPE OF SERVICES

For planning and illustrative purposes to assist applicants in responding to this RFP, the following represents services that will be required on an ongoing ad hoc basis:

1. Advise the Board, Chief Executive Officer, District staff, and committees on legal questions arising from the conduct of District business.
2. Prepare and/or edit and revise District policy when requested and/or approved by the Board of Directors or Chief Executive Officer.
3. Prepare for execution all contracts and other instruments authorized and/or approved by the Board of Directors or authorized members of District Staff.
4. Prepare all actions, charges, complaints, and appear in the appropriate court to represent the Board of Directors. Upon direction of the Board of Directors, the General Counsel shall defend the District and District Officials against any claim or action against them in their official capacity unless otherwise covered by the District's Directors and Officers Policy.
5. Prepare formal opinions regarding any District legal matter or question submitted and/or approved by the Board of Directors, Chief Executive Officer, District committees, or District administrative staff. Provide a standardized time interval for fulfillment of these information requests with the RFP response.
6. Maintain complete records of all activities and written opinions provided to the Montgomery County Hospital District. Such information shall include and be catalogued by subject matter, date requested, originator of request (title and person), question, and response. In addition, maintain a complete record of all suits in which the District has any interest; Such records shall include and be catalogued by names of parties, court where filed, nature and subject of action, disposition of the case, and if pending the brief(s) of counsel.
7. Provide monthly status reports along with billing detail to the Chief Executive Officer. Billing shall include the following information: District department requesting service and individual's name, subject matter of request, legal firm's representative name handling request, hours spent, hourly rate, total amount charged by subject matter.
8. Make affirmative reports to the Board of Directors and to the Chief Executive Officer of any and all litigation or actions against the District or its representatives.
9. Prepare deeds, easements, and contracts for any and all real estate transactions of District property.
10. Prepare, review, revise any and all contracts for District required goods and services as requested.
11. Upon notice by the Chief Executive Officer and approval of the Board of Directors, collect-unpaid taxes, fees and fines associated with delinquencies.
12. Attend meetings of the Board of Directors and other meetings as needed.
13. Advise Human Resources Manager and departmental personnel regarding employment law.
14. Work with Department Managers on the purchase, lease, and sale of real estate.
15. Provide advice to Procurement Department personnel regarding local government law.
16. Advise on any medical issues that maybe required pertaining to Health Insurance Portability and Accountability Act (HIPAA) and Emergency Medical Treatment and Labor Act (EMTALA).
17. Advise personnel in the event of an EMS quality of care issue.

It is further understood that in addition to the general and recurring activities listed above, ad hoc duties including verbal communications with the Board of Directors, the Chief Executive Officer, authorized department managers and District staff in elements of prudent administration of the legal responsibilities of office and delineation of the statutes of the State of Texas are also an integral component of the work associated with the duties of the General Counsel.

It is specifically noted that inquiries from the public and/or the press are outside the purview of the General Counsel and that any and all inquiries shall be referred to the Chief Executive Officer. Further, the legal firm

reports directly to the Board of Directors. Therefore, District Committees (other than an authorized majority vote of the Board of Directors) and individual Board members have no authority to incur expenses on behalf of the District. The General Counsel is not authorized to provide legal services to them.

4.01 ADDITIONAL SCOPE OF WORK

In addition to the general requirements identified above, the legal firm shall provide a specific response, timetable, and specified fees for the following work activities:

1. Training for Board members
2. Input and guidance on Policy Review
3. Review and restructuring of Personnel Policies
4. Review and restructuring of Purchasing Policies
5. Review and restructuring of Investment and Finance Policies

4.02 COMPENSATION

The District anticipates paying for services on an hourly basis. Proposal shall describe the legal firm's fee structure for general representation, litigation and/or other fees.

4.03 BILLABLE EXPENSES

The firm shall provide general services to the District for secretarial services, telephone, stationary, postage, supplies, library and equipment required to provide a satisfactory level of service. The District agrees to reimburse general services at an assigned amount under billable expenses. The District agrees to reimburse court costs and other associated "out-of-pocket" expenditures. Proposal shall describe the legal firm's policy and cost structure for court costs and "out-of-pocket" expenses.

4.04 SUPERVISION AND CONTROL

The General Counsel shall be under the general supervision of the Board of Directors and is expected to work under its guidance. On a day-to-day basis, the General Counsel shall report to the Chief Executive Officer.

4.05 OTHER COURT ACTIONS

Active court cases pending at the time of contract under this RFP shall be assumed by the new firm assigned as General Counsel. It shall be incumbent on the firm to properly familiarize itself with any and all information appropriate to effectively and efficiently represent the Montgomery County Hospital District.

SECTION 5.0 QUALIFICATIONS OF LEGAL COUNSEL

The legal firm shall provide with the proposal clear delineation of the size and experience of the firm including resumes of all staff and associates, evidence of membership of firm attorneys in Texas Bar and other State Bar memberships and, representation of all Bar Association memberships of firm attorneys.

In addition, the firm shall provide a representative listing of clients. The firm shall select from among the client base, no less than four (4) references with contact names and telephone numbers.

The proposal shall identify the primary attorney appointed to be General Counsel and that individual shall be

authorized to represent the firm in all matters between the firm and the District. In addition, the proposal shall include a narrative explaining how the firm shall manage fulfillment of the duties and responsibilities of the designated General Counsel in his or her absence or inability to act at any given time. In the event the firm is unable to meet the needs of the District's specialized legal requests, they shall be privy to all actions with outside counsel.

5.01 EXPERIENCE

The legal firm shall identify its professional experience and expertise related to any and all of the following areas:

1. General qualifications and scope of practice
2. Local government representation
3. Employment law
4. Contract law
5. Real estate law
6. Procurement law
7. Legislation and the legislative process
8. Indigent healthcare services provided under Chapter 61 of the Texas Health and Safety Code
9. Emergency Medical Services provided under Chapter 773 of the Texas Health and Safety Code, emergency communications, emergency services districts
10. Healthcare law and reimbursement including but not limited to those available through the Centers for Medicare and Medicaid Services
11. Texas Election Law concerning hospital districts
12. Percentage of case load that is local government in nature.

6.0 SELECTION CRITERIA

The Board of Directors shall make the selection based on the firm's written proposal, the qualifications of the firm, the overall fee structure, the estimated cost of specific services referenced in the RFP and feedback from references.

Evaluation Criteria:

The RFP will be evaluated on the following criteria through the assignment of rating points (100 points maximum) to determine the finalist, whose RFPs will be assigned to the Board of Directors.

<u>Evaluation Criteria</u>	<u>Available Points</u>
General Qualifications of the firm/individual and key personnel	0-25 Points
Quality and extent of services provided	0-20 Points
Overall Fee Structure	0-10 Points
Demonstrated experience in similar county environments	0-10 Points
Key personnel's profession background, experience and abilities.	0-15 Points
References	0-10 Points
Knowledge of federal, state, and local regulations, policies, and procedures.	0-10 Points

From the responses received, The Board of Directors may request that Proposers present their proposals and answer questions in a meeting scheduled by the Board subsequent to review of the written responses.

More than one Proposer may be chosen to perform the same or different elements of the type of work described in this RFP. For example, the Chief General Counsel may be chosen for his/her general experience in Business Law and the general work of the District. Other firms may be chosen for specific needs in Personnel, Local County Government, Real Estate, Medicine, or Procurement Law. The individual or firm selected shall be at the sole discretion of the Board of Directors. Attorneys or firms whose proposals are not accepted will be notified in writing.

During the evaluation process, the District reserves the right, where it may serve the District's best interest, to request additional information or clarification from proposing firms, or to allow corrections of errors or omissions. In addition, the qualifications and references of the top candidates will be verified. The District reserves the right to verify any information contained in the proposals.

7.0 PROPOSED FEE FOR GENERAL COUNSEL SERVICES

The fee schedule shall be completed and provided. Proposals shall include the following information:

The following rates are proposed by the firm of _____ for General Counsel services to the Montgomery County Hospital District.

General Representation:

Hourly Rate Partner: \$ _____ Associate: \$ _____ Paralegal: \$ _____ Other: \$ _____

INSURANCE

The legal firm shall be required to carry professional liability insurance of at least \$1,000,000, and upon successful acceptance of the contract, the District shall be named as "additional insured". Proposals shall include delineation of the carrier and coverage limits per occurrence. The legal firm shall indemnify the Montgomery County Hospital District from all suits, actions, and claims of any kind resulting or as a consequence of any act or omission by the legal firm or its employee or contractor acting under this contract for legal services.

POTENTIAL CONFLICTS

Please disclose any other local governments or vendors that have relationships with the District that might pose a conflict of interest in representation. The proposal shall describe in detail the existing system of identifying conflicts of interest in undertaking new representation. The proposal should also identify any conflicts of interest which may arise if the law firm is selected as the District's counsel and shall describe how it proposes to resolve such conflicts.